



Andrew Shakalis
Associate General Counsel
Environmental & Safety

July 19, 2002

Joseph Cosentino, OSC
Removal Action Branch
Emergency and Remedial Response Division
U.S. Environmental Protection Agency, Region II
2890 Woodbridge Avenue
Edison, NJ 08837-3679

Re: Bayonne Barrel & Drum Superfund Site (the "Site");
Response to USEPA's Section 104(e) Request for Information ("RFI"),
served upon "Niagara Starch c/o Unilever US"

Dear Mr. Cosentino:

This letter is in response to the USEPA's May 2, 2002, Section 104(e) RFI.

As an initial matter, it is important to note that the RFI was mailed to "Niagara Starch c/o Unilever US." "Niagara Starch" is not a company, however, "Niagara Starch" is a consumer product. Therefore, I was not certain if the mailing was correctly sent to our attention. It was only after I spoke with Sarah Flanagan, Esq., of USEPA's Regional Counsel Office, that I learned that the USEPA believed that drums, somehow associated with "Niagara Starch", were received at the Site.

Niagara Starch is a spray starch consumer product for use in the home. During the relevant timeframe (i.e., 1980), Niagara Starch spray starch was marketed by CPC International Inc. In 1998, CPC International, Inc. changed its name to Bestfoods, and in October 2000, Conopco, Inc. acquired Bestfoods. Conopco, Inc. is, in turn, a subsidiary of Unilever United States, Inc.

To complicate matters further, Ms. Flanagan was not able to produce any nexus documents connecting Niagara Starch to the Site. During our conversation, Ms. Flanagan did read from an internal USEPA summary memo, alleging that 129 drums were received at the Site and the Bayonne Barrel & Drum documentation indicated that these drums were allegedly associated with Niagara Starch. However, I was never provided any documentation directly connecting Niagara Starch to the Site.



In an effort to be responsive to the RFI, and based on the above, I have made the following assumptions: 1) the USEPA means "Niagara Starch" – not "Nigara Starch"; 2) that Niagara Starch is, in fact, the referenced consumer product and not some other unknown entity; 3) in that Niagara Starch is a consumer product marketed by Bestfoods and that Conopco, Inc. (a Unilever United States, Inc. subsidiary) acquired Bestfoods – it appears that the RFI was sent to the proper address – albeit the wrong corporate entity. Based on the above, if drums associated with Niagara Starch (the consumer product) were in fact received at the Site, it would appear that the appropriate recipient of the RFI may be: Conopco, Inc. It definitely would not be Unilever US.

In light of the above, this response to the RFI is hereby submitted on behalf of Conopco, Inc. Based on my several conversations with Ms. Flanagan and the extensions of time granted by the USEPA, this RFI response is being submitted in a timely manner.

As indicated, Conopco, Inc. seeks to cooperate and be responsive to the USEPA's RFI, however, Conopco, Inc. does hereby raise the following objections to the RFI: 1) no definitive nexus to the Site has been demonstrated by the USEPA; 2) no documentation or other evidence connecting Conopco, Inc., to the Site has been developed and provided for our review and consideration; 3) the information sought in this RFI is overbroad, irrelevant and/or duly burdensome to produce; 4) the RFI calls for legal conclusions; 5) the information sought is not available to, or within Conopco, Inc.'s possession custody or control, or is beyond the grant of authority to the USEPA under the Comprehensive Environmental Response, Compensation and Liability Act ("CERCLA"); 6) the information is attorney work product; or 7) the information is subject to the attorney-client privilege; and, 8) to the extent that there is any nexus to the Site, Conopco, Inc.'s alleged connection to the Site would allow Conopco, Inc. to avail itself of the de minimis exemption to CERCLA liability, as set forth in the 2001 CERCLA Amendments, thus affording Conopco, Inc. full exoneration from potential CERCLA liability for any conditions associated with the Site.

Without waiving its rights, privileges, protections or objections, Conopco, Inc. wishes to cooperate fully with the USEPA in this matter and, therefore, submits the following information in response to the RFI to the extent it pertains to such request.

1.
 - a. Conopco, Inc.
390 Park Avenue
New York, New York 10022-4698
 - b. Charles B. Strauss
Chief Executive Officer and President
 - c. Form of business: Corporation
 - d. State of Incorporation: New York
Date of Incorporation: May 11, 1880
Agent for Service: CT Corporation
111 Eighth Avenue
New York, NY 10011

- e. Conopco, Inc. is a subsidiary of Unilever United States, Inc. ("UNUS") a Delaware Corporation, incorporated on August 31, 1977. UNUS is in turn a subsidiary of Unilever PLC (a British corporation) publicly traded on the London stock exchange, and Unilever NV (a Dutch corporation) publicly traded on the Netherlands stock exchange. Unilever PLC and Unilever NV are collectively referred to as the Unilever Group. American Depository Receipts of Unilever PLC and Unilever NV are individually listed and publicly traded on the New York Stock Exchange.
- f. Conopco, Inc. acquired and is the successor to Bestfoods. Conopco, Inc. acquired Bestfoods in October 2000. Conopco, Inc. now conducts business, pursuant to the doing-business-as designation of: Unilever Bestfoods North America.
- g. Approximately 28,000
- h. Approximately \$10 billion

2. Not applicable

3. Not applicable

4. (a-c). As indicated, the USEPA has not provided us with any documentation establishing a nexus between Niagara Starch and the Site. During our conversation, Ms. Flanagan, reading from an internal USEPA summary memo, indicated the following: that a single 1980 Bayonne Barrel & Drum unloading inspection report noted that, a transporter named, Berwick & Sons, sent one shipment of 129 drums to the Site, and that the unloading inspection report contained the notation "Nigara Starch."

Based on the above, our internal inquiries have not produced any documentation or information substantiating Ms. Flanagan's summary. However, during the relevant period (i.e., 1980) Niagara Starch was being produced by a toll manufacturer, Peterson/Puritan in Cumberland, Rhode Island and Danville, Illinois. CPC International, Inc. may have supplied Peterson/Puritan bulk shipments of food grade corn starch—which is the primary ingredient of Niagara Starch. (Please note, Niagara Starch spray starch is essentially corn starch and water.) If drums, associated with Niagara Starch, were sent to the Site, they most likely would have been empty. If there was any residue, it would have been food grade corn starch.

Other than the above, we have been unable to locate any documentation or other information connecting Niagara Starch to the Site.

As a result of our internal inquiry, the following was discovered. In the fall of 1995, CPC International, Inc. received a USEPA §104(e) information request regarding the Site. Despite our best efforts, the request and response documentation could not be located. They were apparently lost in the archives or possibly misplaced subsequent to Conopco, Inc.'s acquisition of Bestfoods. However, a November 20, 1995 letter from the USEPA to the then in-house counsel for CPC International, Inc. was located (see, attached).

Attached to the USEPA's November 1995 correspondence was a single 1979 Bayonne Barrel & Drum inspection report. The report appears to suggest that CPC International, Inc. sent 230 drums to the Site. No CPC International, Inc. facility is identified (see, attached). However, CPC International, Inc. did have a mayonnaise manufacturing plant in Bayonne. The Bayonne mayonnaise plant is currently an operating Unilever Bestfoods North America facility. If the referenced 230 drums were sent from Bayonne, they most likely contained food grade materials.

Apart from our internal inquiry, and in connection with the established PRP Group (the Bayonne Barrel Participating Parties Group) involved with the Site, we have received additional Bayonne Barrel & Drum documentation allegedly connecting Conopco, Inc. to the Site. One inspection report alleges that Lever Brothers Company (a registered d/b/a for Conopco, Inc.) sent 184 drums to the Site in 1980, to be cleaned and reconditioned (see, attached). The documentation appears to suggest that the 184 drums were sent from Lever's Edgewater, New Jersey Research and Development location. These drums may have contained surfactants associated with Lever's bar soap and household laundry detergent business. Additionally, the PRP Group has provided us with documentation alleging that Ragu Foods, Inc., the Packaged Food Division of Chesebrough-Pond's, Inc. (d/b/a designations for Conopco, Inc.) sent 4,023 pizza (sauce?) drums to the Site (see, attached). Ragu manufactured spaghetti and pizza sauce consumer food products.

Other than the receipt and review of the referenced documentation, we are unable, at this time, to provide any additional details regarding possible business transactions with the Site.

5. See response to Questions #4.
6. See response to Question #4. At this time, we have not been able to develop any additional information responsive to this inquiry. All that we know is set forth in the documents we have received, which have now in turn been provided to the USEPA.
7. See response to Question #4.
8. See response to Question #4.
9. See response to Question #4.
10. See response to Question #4.
11. No information responsive to this inquiry.

12. - David Rogers, Director of Environmental Regulatory Affairs, Unilever United States, Inc. (questions 1-13).
- Marie Rogge, Records Administrator (question #9).
- Richard Ferreira, Environmental/Regulatory Manager, CCL Customer Manufacturing (questions 4, 7, 8, 9, 10)
- Andrew Shakalis, Esq., Associate General Counsel – Environmental & Safety, Unilever United States, Inc. (questions 1-13).
13. a. See response to Question #4.
b. No information responsive to this inquiry.

* * * * *

The foregoing response is based upon the information currently available to Conopco, Inc. that is responsive to the USEPA's May 2, 2002 RFI. Conopco, Inc. recognizes its obligations to supplement this response when and if applicable information is discovered. Moreover, if Conopco, Inc. determines that any information set forth above is incorrect, Conopco, Inc. will advise the USEPA accordingly.

As indicated, Conopco, Inc. reserves all of its rights, privileges, protections and objections it may have in connection with the RFI and this response and all matters associated with the Site. This response should not be construed as an admission of any fact, fault or liability on the part of Conopco, Inc. or any of its representatives, agents, employees or affiliates in connection with the Site.

Finally, in that no documentation connecting "Niagara Starch" to the Site was produced by the USEPA, and recognizing the minor apparent connection of other Conopco, Inc. affiliates, we are of the position that Conopco, Inc.'s possible connection to the Site would allow Conopco, Inc. to avail itself of the de minimis exemption to CERCLA liability, as set forth in the 2001 CERCLA Amendments, thus affording Conopco, Inc. full exoneration from potential CERCLA liability for any conditions associated with the Site. As such, Conopco, Inc. respectfully requests a determination that it is not a CERCLA §107 potentially responsible party, in connection with the Site.

If you have any questions, please direct all inquiries to the undersigned.

Very truly yours,



Andrew Shakalis
Associate General Counsel – Environmental
& Safety (as in-house counsel acting on
behalf of Conopco, Inc.)

AS:gs

Enclosures

cc: Sara Flanagan, Esq. (w/enclosures)
Office of Regional Counsel
New Jersey Superfund Branch
U.S. Environmental Protection Agency, Region II
290 Broadway, 17th Floor
New York, New York 10007-1866

CERTIFICATION OF ANSWERS TO REQUEST FOR INFORMATION

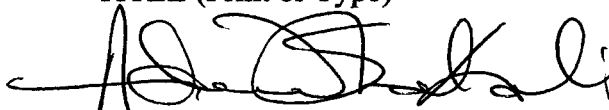
State of: New York

County of: New York

I certify under penalty of law that I have personally examined and am familiar with the information submitted in this document (Response to EPA Request for Information) and all documents submitted herewith, and that based on my knowledge and my inquiry of those individuals immediately responsible for obtaining the information, I believe that the submitted information is true, accurate, and complete, and that all documents submitted herewith are complete and authentic unless otherwise indicated. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment. I am also aware that the Company is under a continuing obligation to supplement its response to EPA's Request for Information if any additional information relevant to the matters addressed in EPA's Request for Information or the Company's response thereto should become known or available to the Company.


Andrew Shakalis, Esq.
NAME (Print or Type)

Associate General Counsel
Environmental & Safety (as in-house
Counsel, acting on behalf of Conopco, Inc.)
TITLE (Print or Type)


SIGNATURE

Sworn to before me this

19 day of July, 2002


Notary Public

ERIC W. McCORMICK
NOTARY PUBLIC, State of New York
NO. 02MC5043257
QUALIFIED IN NEW YORK COUNTY
COMMISSION EXPIRES MAY 8, 199